

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

JOCELYN TROELL, et. al.,

Plaintiffs,

vs.

BINANCE HOLDINGS LIMITED, et. al.,

Defendants.

Docket No. 1:24-cv-07136 (JAV)

ORAL ARGUMENT REQUESTED

**DECLARATION OF SAMSON A. ENZER IN SUPPORT OF
BINANCE HOLDINGS LIMITED'S MOTION TO DISMISS**

I, SAMSON A. ENZER, declare under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a member of the bars of the State of New York and this Court and a Partner at the law firm Cahill Gordon & Reindel LLP, counsel for Defendant Binance Holdings Limited (“BHL”) in the above-captioned action. I submit this declaration to place before the Court certain documents that are referenced in the accompanying Memorandum of Law in Support of BHL’s Motion to Dismiss the Amended Complaint in this case.

2. Annexed hereto as Exhibit 1 is a true and correct copy of the Transcript of the Initial Pretrial Telephonic Conference in this matter held on October 16, 2024 at 11:00 A.M. before the Honorable Jed S. Rakoff, United States District Court Judge for the Southern District of New York, 500 Pearl Street, New York, New York 10007.

3. Annexed hereto as Exhibit 2 is a true and correct copy of the Financial Crimes Enforcement Network (“FinCEN”) Consent Order between FinCEN and BHL, dated November 21, 2023, which is available at https://www.fincen.gov/sites/default/files/enforcement_action/2023-11-21/FinCEN_Consent_Order_2023-04_FINAL508.pdf. The FinCEN

Consent Order is referenced in the Amended Complaint. (*See, e.g.*, AC ¶¶ 4, 27, 534, 1257, 1391, 1487, 1527).

4. Annexed hereto as Exhibit 3 is a true and correct copy of the U.S. Treasury Department’s Office of Foreign Assets Control (“OFAC”) Settlement Agreement between OFAC and BHL, dated November 21, 2023, which is available at https://ofac.treasury.gov/system/files/2023-11/20231121_binance_settlement.pdf. The OFAC Settlement Agreement is referenced in the Amended Complaint. (*See, e.g.*, AC ¶¶ 4, 1568, 1569).

5. Annexed hereto as Exhibit 4 is a true and correct copy of the Consent Order between the Commodity Futures Trading Commission and BHL, dated December 14, 2023, as ordered by the court in *Commodity Futures Trading Commission v. Changpeng Zhao, et al.*, No. 23 Civ. 01887, (N.D. Ill. 2023) (ECF No. 80), (the “CFTC Consent Order”). The CFTC Consent Order is referenced in the Amended Complaint. (*See, e.g.*, AC ¶¶ 4, 1551).

6. Annexed hereto as Exhibit 5 is a true and correct copy of the Complaint, dated March 27, 2023, filed by the Commodity Futures Trading Commission in *Commodity Futures Trading Commission v. Changpeng Zhao, et al.*, No. 23 Civ. 01887 (N.D. Ill. 2023) (ECF No. 1), (the “CFTC Complaint”). The CFTC Complaint is referenced in the Amended Complaint. (*See* AC ¶ 1551).

7. Annexed hereto as Exhibit 6 is a true and correct copy of the Plea Agreement between the U.S. Department of Justice (“DOJ”) and BHL, dated November 21, 2023, and filed in *United States v. Binance Holdings Limited*, No. 2:23 Cr. 00178 (W.D. Wash. 2023) (ECF No. 23), (the “BHL Plea Agreement”). The BHL Plea Agreement is referenced in the Amended Complaint. (*See, e.g.*, AC ¶¶ 4, 13, 27, 1551).

8. Annexed hereto as Exhibit 7 is a true and correct copy of the Information referenced in the BHL Plea Agreement, dated November 14, 2023, and filed in *United States v. Binance Holdings Limited*, No. 2:23 Cr. 00178 (W.D. Wash. 2023) (ECF No. 1), (the “BHL Information”). The BHL Information is referenced in the Amended Complaint. (*See* AC ¶ 1551).

9. Annexed hereto as Exhibit 8 is a true and correct copy of the Plea Agreement between the DOJ and Mr. Zhao, dated November 21, 2023, and filed in *United States v. Zhao*, No. 2:23 Cr. 00179 (W.D. Wash. 2023) (ECF No. 31), (the “Mr. Zhao Plea Agreement”). The Mr. Zhao Plea Agreement is referenced in the Amended Complaint. (*See, e.g.*, AC ¶¶ 4, 13, 30, 1551).

10. Annexed hereto as Exhibit 9 is a true and correct copy of the Information referenced in the Mr. Zhao Plea Agreement, dated November 14, 2023, and filed in *United States v. Zhao*, No. 2:23 Cr. 00179 (W.D. Wash. 2023) (ECF No. 1), (the “Mr. Zhao Information”). The Mr. Zhao Information is referenced in the Amended Complaint. (*See* AC ¶ 1551).

Dated: December 20, 2024
New York, New York

/s/ Samson A. Enzer
CAHILL GORDON & REINDEL LLP
Samson A. Enzer
32 Old Slip
New York, NY 10005
(212) 701-3125
SEnzer@cahill.com

Attorneys for Binance Holdings Limited